

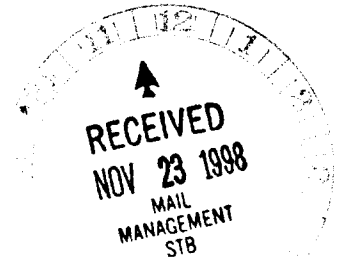


November 16, 1998

RECORDATION NO. 9960 FILED

NOV 23 '98

1-35 PM



Secretary, Surface Transportation Board
1925 K. Street Northwest, Suite 700
Washington, D.C. 20423

Dear Secretary:

I have enclosed an original and one certified copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is a secondary document, Rider No. 09 to Master Car Agreement No. ITG-2378, dated the 9th day of October, 1998.

The primary document to which this secondary document is connected is recorded under Recordation No. 19960.

We request that this document be cross-indexed.

The names and addresses of the parties to the documents are as follows:

Lessor: ITG, Inc.
106 North Main
Victoria, Texas 77901

Lessee: Vulcan Materials Company
747 E. 22nd Street, Suite 200
Lombard, Illinois 60148

A description of the equipment covered by the document is as follows: 42 HTS/K340 100-ton, 2200 cu. ft. railway cars, as more particularly described on the list attached hereto as Exhibit A.

A fee of \$26.00 is enclosed. Please return the original and any extra copies not needed by the board for recordation to Craig G. Friemel at First Victoria National Bank, P. O. Box 1338, Victoria, Texas 77902.

One DeLeon Plaza
P.O. Box 1338
Victoria, Texas 77902
512/573-6321

Colony Creek Branch
1206 N. John Stockbauer
Victoria, Texas 77901
512/573-1088

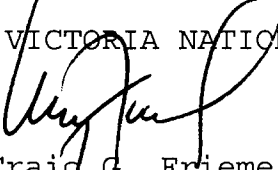
North Branch
7001 N.E. Zac Lentz Pkwy.
Victoria, Texas 77904
512/573-1993

Secretary, Surface Transportation Board
Page 2
November 16, 1998

A short summary of the document to appear in the index follows:
Rider No. 09 to Railroad Car Lease Agreement between ITG, Inc., 106
North Main, Victoria, Texas, and Vulcan Materials Company, 747 E.
22nd Street, Suite 200, Lombard, Illinois 60148, dated October 9,
1998, and covering 42 HTS/K340 100-ton, 2200 cu. ft. railway cars,
initial numbers 9900 through 9941, inclusive.

Very truly yours,

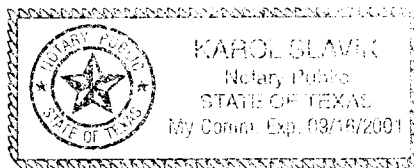
FIRST VICTORIA NATIONAL BANK

By:  Craig G. Friemel
Its Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on November 16,
1998, by Craig G. Friemel, as Senior Vice President of First
Victoria National Bank, on behalf of said corporation.




Notary Public, State of Texas

EXHIBIT A

Car Initial Numbers:	9900 through 9941, inclusive
Car Series Marks:	ITGX
Class of Cars:	HTS/K340
Number of Cars:	Forty-two (42)
Capacity of Cars:	100-ton capacity; 2,200 cu. ft.

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Date: 11/23/98

Craig G. Friemel
First Victoria National Bank
P.O.Box 1338
Victoria, Texas 77902

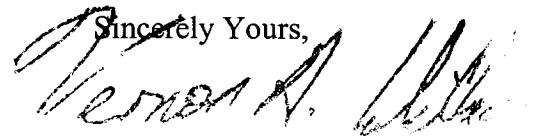
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 11/23/98 at 1:35 PM, and

assigned recordation number(s). [✓] 19960-E and 19960-F.

Sincerely Yours,



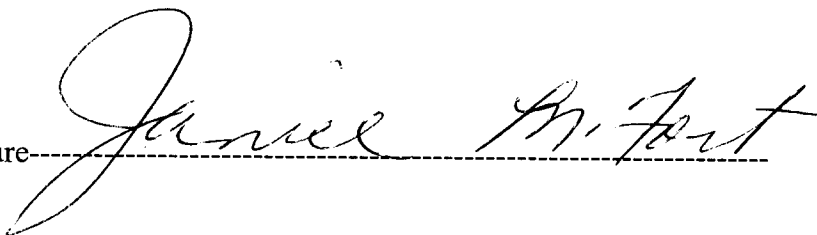
Vernon A. Williams

Enclosure(s)

52.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



RECORDATION NO.

FILED

RIDER NO. 09

To Master Agreement No. ITG-2378

NOV 23 '98

1-35 PM

It is hereby agreed that effective October 9, 1998, this Rider shall become a part of Master Car Agreement No. ITG-2378, between Vulcan Materials Company and ITG, Inc., dated December 8, 1995 and the cars described herein shall be placed in service subject to the terms set forth below:

CAR INITIAL NUMBERS:	9900 thru 9941
CAR SERIES MARKS:	ITGX
CLASS OF CAR:	HTS/K340
NUMBER OF CARS:	Forty-two (42)
CAPACITY OF CARS:	100-Ton/2200 cu. ft.
COMMODITY OF CARS:	Aggregate
DELIVERY POINT:	Consigned for Loading
TERMS OF RENT:	\$375.00 Per Car Per Month Payable monthly in advance as provided in Paragraphs 3 & 4 of Lease ITG-2378
TERM:	For a minimum of sixty (60) months as defined In Paragraph 4 of Lease ITG-2378

(Corporate Seal)

ATTEST:

By: Carmen Pulis
Its: Secretary

ITG, INC.

By: Richard Legible
Its: President

(Corporate Seal)

ATTEST:

By: E. Steve Sydnor
Its: Asst Secretary

VULCAN MATERIALS COMPANY

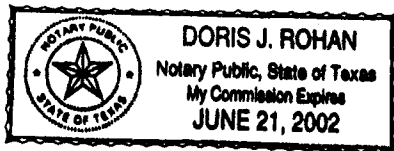
By: Donald W. Mann
Its: Chairman and CEO

THE STATE OF TEXAS §

COUNTY OF VICTORIA § KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned Notary Public, hereby certify that the attached and foregoing page is a true, correct and authentic copy of the original Rider No. 09 to Master Agreement No. ITG-2378.

SIGNED the 12th day of November, 1998.



Doris J. Rohan
Notary Public in and for the
State of Texas

Doris J. Rohan